

SCHENCKIN, J

Robert I. Steiner (RS 5143)  
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AND

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Attorneys for Appellant

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION,

Debtor.

WACHOVIA BANK, NATIONAL ASSOCIATION,

Appellant,

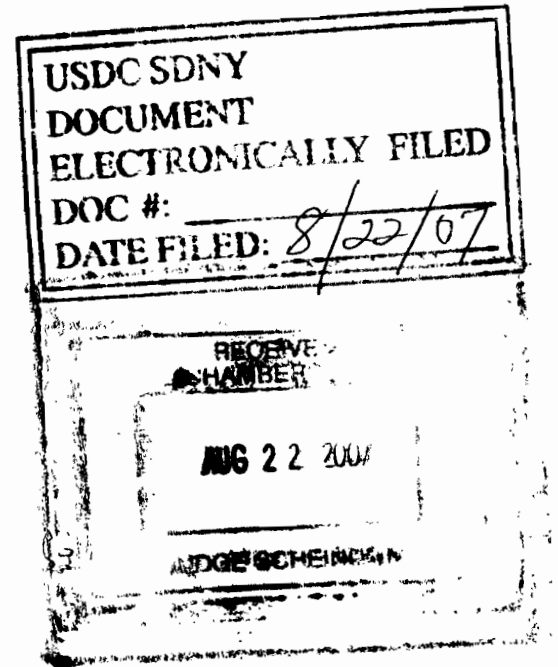
v.

DELPHI CORPORATION, *ET AL.*,

Appellees.

1:07-cv-05656-SAS

STIPULATION OF DISMISSAL WITH  
PREJUDICE

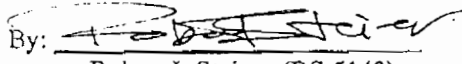


IT IS HEREBY STIPULATED AND AGREED by and among the undersigned  
counsel for Wachovia Bank, National Association ("Appellant"), and Delphi Corporation, *et al.*  
("Appellees," and together with Appellant, the "Parties"), that pursuant to Rule 8001(c)(2) of the  
Federal Rules of Bankruptcy Procedure, the appeal of the *Order Denying Motion By Wachovia  
Bank, National Association, For Relief From Automatic Stay To Proceed With Litigation Against*

*Larry Graves, A Delphi Employee, In the Circuit Court Of The Second Judicial District Of Hinds County Mississippi* entered in the United States Bankruptcy Court for the Southern District of New York on May 2, 2007, Case No. 05-44481, at Docket No. 7840 is dismissed with prejudice and without costs to either party as against the other.

Dated: New York, New York  
August 21, 2007

KELLEY DRYE & WARREN LLP

By:   
Robert I. Steiner (RS 5143)

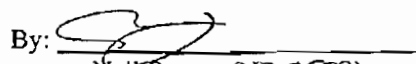
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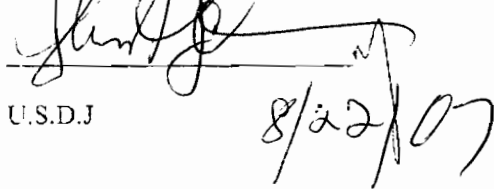
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Attorneys for Appellees

So Ordered:

  
U.S.D.J. 8/22/07